

SIMON PROPERTY GROUP INC /DE/
Form 8-K
July 29, 2004

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SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **July 28, 2004**

SIMON PROPERTY GROUP, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-14469
(Commission
File Number)

046268599
(IRS Employer
Identification No.)

**115 WEST WASHINGTON STREET
INDIANAPOLIS, INDIANA**

(Address of principal executive offices)

46204
(Zip Code)

Registrant's telephone number, including area code: **317.636.1600**

Not Applicable

(Former name or former address, if changed since last report)

Item 7. Financial Statements and Exhibits

Financial Statements:

None

Exhibits:

Exhibit No.	Description	Page Number in This Filing
99.1	Supplemental Information as of June 30, 2004	5
99.2	Earnings Release for the quarter ended June 30, 2004	56

Item 9. Regulation FD Disclosure

On July 28, 2004, the Registrant made available additional ownership and operation information concerning the Registrant, Simon Property Group, L.P., and properties owned or managed as of June 30, 2004, in the form of a Supplemental Information package, a copy of which is included as an exhibit to this filing. The Supplemental Information package is also available upon request as specified therein.

Item 12. Results of Operation and Financial Condition

On July 28, 2004, the Registrant issued a press release containing information on earnings for the quarter ended June 30, 2004 and other matters. A copy of the press release is included as an exhibit to this filing.

The exhibits furnished herewith use the non-GAAP financial measures Funds from Operations ("FFO") and Net Operating Income ("NOI"). The Company considers FFO and NOI key measures of its operating performance that are not specifically defined by accounting principles generally accepted in the United States ("GAAP"). The Company believes that FFO and NOI are helpful to investors because they are widely recognized measures of the performance of real estate investment trusts and provide relevant bases for comparison among REITs. The Company also uses FFO and NOI internally to measure the operating performance of its portfolio. The reconciliation of net income to FFO is provided on page 64 furnished herewith in Exhibit 99.2. The reconciliation of net income to NOI is provided on page 16 furnished herewith in Exhibit 99.1.

The exhibits included with this filing are being furnished pursuant to Item 9 and Item 12 of Form 8-K.

SIMON PROPERTY GROUP

Table of Contents

As of June 30, 2004

Description	Page
Exhibit 99.1	
Supplemental Information	
Company Overview	
Overview (reporting calendar, stock information, and corporate ratings)	5-6
Ownership Structure	7
Changes in Common Shares and Unit Ownership	8
Financial Data	
Selected Financial and Operational Information	
Financial Highlights and Operational Statistics	9-10
Shareholders' Equity Information	11
Debt Information	11
Debt-to-Market Capitalization	11
Miscellaneous Balance Sheet Data	11
Unaudited Pro-Rata Balance Sheet	13
Unaudited Pro-Rata Statements of Operations	14-15
Reconciliation of NOI to Net Income	16
Computation of Comparable Property NOI Growth	17
Analysis of Other Income and Other Expense	18
NOI Composition	19
Operational Data	
Portfolio GLA, Occupancy & Rent Data	20
Rent Information	21
Lease Expirations	22-23
Top Regional Mall Tenants	24
Projected Regional Mall Anchor/Big Box Openings, 2004 - 2006	25-26
Property Listing North American Assets	27-34
Property Listing European Assets	35
Development Activity	
Capital Expenditures	36
North American Development Activity Report	37-39
European Development Activity Report	40
Balance Sheet Information	
Debt Amortization and Maturities by Year	41
Summary of Indebtedness	42
Summary of Indebtedness by Maturity	43-50
Unencumbered Assets	51-54
Preferred Stock/Units Outstanding	55
Quarterly Earnings Announcement	
Exhibit 99.2	
Press Release	56-68

QuickLinks

[Item 7. Financial Statements and Exhibits](#)

[Item 9. Regulation FD Disclosure](#)

[Item 12. Results of Operation and Financial Condition](#)

[SIGNATURES](#)

[SIMON PROPERTY GROUP Table of Contents As of June 30, 2004](#)